

**IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF MISSOURI**

FEDERAL TRADE COMMISSION,

Plaintiff,

v.

PEABODY ENERGY CORPORATION,

and

ARCH COAL, INC.,

Defendants.

Civil Action No. 4:20-cv-00317-SEP

PLAINTIFF FEDERAL TRADE COMMISSION'S FINAL WITNESS LIST

Pursuant to the Modified Case Management and Scheduling Order ¶ C.15, Plaintiff Federal Trade Commission provides the below final list of witnesses Plaintiff may call live, via remote testimony, or whose video deposition may be played at the preliminary injunction hearing in this matter. The indications below regarding the manner of each witness's appearance are based on current information, but not all witnesses have indicated their final intentions and Plaintiff reserves the right to call any of these witnesses by remote testimony or deposition should circumstances warrant. Plaintiff reserves the right to: (1) question the persons listed below about any topics that the person testified about at his or her deposition or investigational hearing, any topics addressed in any sworn declaration executed in connection with this matter, and about any matter that is discussed in any document to which the person had access and which is designated as an exhibit by either party; (2) call any fact witness at the preliminary injunction hearing who appears on Defendants' final witness list; (3) call the custodian of records of any party or non-party from whom documents or records have been obtained to the extent necessary to demonstrate the authenticity or admissibility of documents, in the event a stipulation cannot be reached; and (4) call any witness, including witnesses not identified below, for the limited purpose of impeachment or rebuttal of testimony offered at trial.

| NAME | EMPLOYER | ADDRESS | COUNSEL | SUMMARY OF GENERAL TOPICS OF ANTICIPATED TESTIMONY | ANTICIPATED MANNER OF TESTIMONY |
|-------------------------|---------------------------------|--|--|--|--|
| Benham, Kathy | Minnesota Power | 30 W. Superior Street Duluth, MN 55802 | Andrew B. Kolesar, Esq. Slover & Loftus LLP 1224 17th Street, NW Washington, D.C. 20036 abk@sloverandloftus.com (202) 347-7170 | Information concerning the proposed transaction, the procurement and use of SPRB coal, the business practices and operations of SPRB coal purchasers, SPRB coal competition, and the business practices of SPRB coal suppliers | Via remote video testimony, pursuant to accommodations requested by the witness. |
| Hill, Nicholas (EXPERT) | Bates White Economic Consulting | 2001 K St, NW North Building, Suite 500 Washington, DC 20006 | Amy Dobrzynski, Esq. Counsel for Plaintiff | Expert testimony pursuant to Fed. R. Evid. 702 concerning the competitive effects of the proposed transaction; market definition, market shares and market concentration; economic principles and techniques relevant to the analysis of acquisitions; the Horizontal Merger Guidelines; Defendants' alleged efficiencies resulting from the transaction; the opinions disclosed by Dr. Israel, Dr. Bailey, or Ms. Carey, including if necessary rebuttal of Dr. Israel, Dr. Bailey, or Ms. Carey's trial testimony; and any other matters addressed in the expert reports, depositions, and any other prior statements of Dr. Hill, Dr. Israel, Dr. Bailey and Ms. Carey. | Live testimony. |

| NAME | EMPLOYER | ADDRESS | COUNSEL | SUMMARY OF GENERAL TOPICS OF ANTICIPATED TESTIMONY | ANTICIPATED MANNER OF TESTIMONY |
|---------------|-------------------------|---|---|---|---|
| James, David | Peabody Energy Corp. | | Gorav Jindal, Esq. Counsel for Defendants | Information concerning the proposed transaction and the sale of SPRB coal. | Live testimony. |
| Jeffries, Amy | American Electric Power | 1 Riverside Plaza Columbus, OH 43215 | James A. King, Esq. Porter Wright Morris & Arthur LLP 41 South High Street, Suites 2800 – 3200 Columbus, OH 43215 jking@porterwright.com (614) 227-2051 | Information concerning the proposed transaction, the procurement and use of SPRB coal, the business practices and operations of SPRB coal purchasers, SPRB coal competition, and the business practices of SPRB coal suppliers | Via remote video testimony, or in the alternative via video deposition. |
| Jones, Jeff | Ameren | 1901 Chouteau Ave St. Louis, MO 63103 | Richard B. Walsh, Jr., Esq. Lewis Rice, LLP 600 Washington Avenue, Suite 2500 St. Louis, MO 63101 rwalsh@lewisrice.com 314-444-7722 | Information concerning the proposed transaction, the procurement and use of SPRB coal, the business practices and operations of SPRB coal purchasers, SPRB coal competition, and the business practices of SPRB coal suppliers. | Live testimony. |
| Meyer, Andrew | Ameren | 1901 Chouteau Ave St. Louis, MO 63103 | Richard B. Walsh, Jr., Esq. Lewis Rice, LLP 600 Washington, Avenue Suite 2500 St. Louis, MO 63101 rwalsh@lewisrice.com 314-444-7722 | Information concerning the proposed transaction, the procurement and use of SPRB coal, the business practices and operations of SPRB coal purchasers, SPRB coal competition, and the business practices of SPRB coal suppliers. | Live testimony. |

| NAME | EMPLOYER | ADDRESS | COUNSEL | SUMMARY OF GENERAL TOPICS OF ANTICIPATED TESTIMONY | ANTICIPATED MANNER OF TESTIMONY |
|----------------|-----------------------------|--|---|---|--|
| Peterson, Eric | Evergy, Inc. | 1200 Main Street Kansas City, MO 64105 | Kelvin Dowd, Esq. Slover & Loftus LLP 1224 17th Street, NW Washington, D.C. 20036 kjd@sloverandloftus.com (202) 347-7170 | Information concerning the proposed transaction, the procurement and use of SPRB coal, the business practices and operations of SPRB coal purchasers, SPRB coal competition, and the business practices of SPRB coal suppliers. | Live testimony. |
| Rhul, Gary | Omaha Public Power District | 444 S. 16 th St. Omaha, NE 68102 | Stephen M. Bruckner, Esq. Fraser Stryker PC LLO 409 S 17 th St #500 Omaha, NE 68102 sbruckner@fraserstryker.com 409-978-5225 | Information concerning the proposed transaction, the procurement and use of SPRB coal, the business practices and operations of SPRB coal purchasers, SPRB coal competition, and the business practices of SPRB coal suppliers. | Via remote video testimony, pursuant to accommodations requested by the witness. |
| Romer, Craig | Xcel Energy | 414 Nicollet Mall Minneapolis, MN 55401 | Kathryn A. Reilly, Esq. Wheeler Trigg O'Donnell LLP 370 Seventeenth Street, Suite 4500 Denver, CO 80202 reilly@wtotrial.com 302-244-1983 | Information concerning the proposed transaction, the procurement and use of SPRB coal, the business practices and operations of SPRB coal purchasers, SPRB coal competition, and the business practices of SPRB coal suppliers. | Via remote video testimony, pursuant to accommodations requested by the witness. |

| NAME | EMPLOYER | ADDRESS | COUNSEL | SUMMARY OF GENERAL TOPICS OF ANTICIPATED TESTIMONY | ANTICIPATED MANNER OF TESTIMONY |
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| Sandlin, Meri | Western Fuels Association | 12050 N. Pecos Street Suite 310 Westminster, CO 80234 | Rex Johnson, Esq. Sherard, Sherard & Johnson 602 10 th Street PO Box 69 Wheatland, WY 82201 307-322-2102 rex@ssjwyolaw.com | Information concerning the proposed transaction, the procurement and use of SPRB coal, the business practices and operations of SPRB coal purchasers, SPRB coal competition, and the business practices of SPRB coal suppliers. | Live testimony. |
| Siebers, Michael | Peabody Energy Corp. | | Gorav Jindal, Esq. Counsel for Defendants | Information concerning the proposed transaction and the sale of SPRB coal. | Live testimony. |
| Smith, Rowdy | Arch Resources, Inc. | | Stephen Weissman, Esq. Counsel for Defendants. | Information concerning the proposed transaction and the sale of SPRB coal. | Live testimony. |
| Whalen, Bette | Lower Colorado River Authority | 3700 Lake Austin Blvd Austin, TX 78703 | Breck Harrison, Esq. Jackson Walker LLP 100 Congress Avenue Suite 1100 Austin, TX 78701 bharrison@jw.com (512) 236-2315 | Information concerning the proposed transaction, the procurement and use of SPRB coal, the business practices and operations of SPRB coal purchasers, SPRB coal competition, and the business practices of SPRB coal suppliers. | Via remote video testimony, pursuant to accommodations requested by the witness. |

| NAME | EMPLOYER | ADDRESS | COUNSEL | SUMMARY OF GENERAL TOPICS OF ANTICIPATED TESTIMONY | ANTICIPATED MANNER OF TESTIMONY |
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| Zmijewski, Mark E. (EXPERT) | Charles River Associates | One South Wacker Drive, 34 th Floor Chicago, IL 60606 | Jonathan Lasken, Esq. Counsel for Plaintiff | Expert testimony pursuant to Fed. R. Evid. 702 concerning the Defendants' alleged efficiencies resulting from the transaction; the opinions disclosed by Dr. Israel, including if necessary rebuttal of Dr. Israel's trial testimony; and any other matters addressed in the expert reports, depositions, and any other prior statements of Dr. Zmijewski and Dr. Israel. | Live testimony. |

Dated: June 15, 2020

Respectfully Submitted,

/s/ Daniel Matheson

DANIEL MATHESON 502490 (DC)
AMY DOBRZYNSKI
Federal Trade Commission
Bureau of Competition
400 Seventh Street, SW
Washington, DC 20024
Telephone: (202) 326-2075
dmatheson@ftc.gov
adobrzynski@ftc.gov

Counsel for Plaintiff Federal Trade Commission

CERTIFICATE OF SERVICE

I HEREBY CERTIFY that on the 15th day of June, 2020, I served the foregoing on the following counsel via electronic mail:

Ted Hassi
Debevoise & Plimpton LLP 801 Pennsylvania
Avenue N.W. Washington, D.C. 20004
Tel: (202) 383-8135
Email: thassi@debevoise.com

Gorav Jindal
Akin Gump Strauss Hauer & Feld LLP 20001 K St.
NW
Washington, DC 20006
Tel: (202) 887-4234
Email: gjindal@akingump.com

*Counsel for Defendant Peabody Energy
Corporation*

Stephen Weissman
Michael Perry
Baker Botts LLP
1299 Pennsylvania Ave. NW Washington, DC
20004
Tel: (202) 639-1313
Email: stephen.weissman@bakerbotts.com Email:
michael.perry@bakerbotts.com

Counsel for Defendant Arch Coal, Inc.

/s/ Taylor Alexander

Taylor Alexander
Attorney for Plaintiff Federal Trade Commission